

DAY PITNEY LLP

Amish R. Doshi (AD5996)

7 Times Square

New York, New York 10036

Telephone: (212) 297-5800

Facsimile: (212) 916-2940

E-Mail: adoshi@daypitney.com

Attorneys for Oracle USA, Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

**MOTORS LIQUIDATION COMPANY, *et al.*,
(f/k/a/ General Motors Corporation, *et al.*),**

Debtors.

Chapter 11

Case No. 09-50026 (REG)

(Jointly Administered)

NOTICE OF WITHDRAWAL OF LIMITED OBJECTION BY ORACLE USA, INC., TO (A) NOTICE OF (I) DEBTORS' INTENT TO ASSUME AND ASSIGN CERTAIN EXECUTORY CONTRACTS, UNEXPIRED LEASES OF PERSONAL PROPERTY, AND UNEXPIRED LEASES OF NON RESIDENTIAL REAL PROPERTY AND (II) CURE COSTS RELATED THERETO ("CURE NOTICE") and (B) DEBTORS MOTION PURSUANT TO 11 U.S.C. §§ 105, 363(b), (f), (k), AND (m), AND 365 AND FED.R. BANKR. P. 2002, 6004, AND 6006, TO (I) APPROVE (A) THE SALE PURSUANT TO THE MASTER SALE AND PURCHASE AGREEMENT WITH VEHICLE ACQUISITION HOLDINGS LLC, A U.S. TREASURY-SPONSORED PURCHASER, FREE AND CLEAR OF LIENS, CLAIMS, ENCUMBRANCES, AND OTHER INTERESTS; (B) THE ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES; AND (C) OTHER RELIEF

[Refer to Docket No. 1233]

PLEASE TAKE NOTICE that Oracle USA, Inc. ("Oracle"), by and through its undersigned counsel, hereby withdraws its Limited Objection to Debtors' (A) Notice of (I) Debtors' Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Non Residential Real Property and (II) Cure costs Related Thereto ("Cure Notice") and (B) Debtors Motion Pursuant to 11 U.S.C. §§ 105, 363(b),

(f), (k), and (m), and 365 and Fed.R. Bankr. P. 2002, 6004, and 6006, to (I) Approve (A) The Sale Pursuant to the Master Sale and Purchase Agreement With Vehicle Acquisition Holdings LLC, a U.S. Treasury Sponsored Purchaser, Free and Clear of Liens, Claims, Encumbrances; and Other Interests; (B) The Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (C) Other Relief [Docket No. 1233], which was filed with this Court on June 15, 2009. Oracle, Motors Liquidation Company (formerly General Motors Corporation), and General Motors Company have resolved the issues raised in the Limited Objection.

Dated: August 31, 2009
New York, New York

DAY PITNEY LLP

/s/ Amish R. Doshi
Amish R. Doshi (AD5996)
7 Times Square
New York, New York 10036
Telephone: (212) 297-5800
Facsimile: (212) 916-2940
E-mail: adoshi@daypitney.com

BUCHALTER NEMER P.C.

Shawn M. Christianson (CSB #114707)
333 Market Street – 25th Floor
San Francisco, California 94105-2126
Telephone: (415) 227-0900
Facsimile: (415) 227-0770

ORACLE USA, INC.

Deborah Miller (CSB #95527)
Robert L. McKague (CSB# 187461)
500 Oracle Parkway
Redwood City, California 94065

Attorneys for Oracle USA, Inc.